

## DECISION MEMORANDUM

**TO: COMMISSIONER KJELLANDER  
COMMISSIONER RAPER  
COMMISSION ANDERSON  
COMMISSION SECRETARY  
LEGAL  
WORKING FILE**

**FROM: GRACE SEAMAN**

**DATE: APRIL 15, 2016**

**RE: APPLICATION TO AMEND CERTIFICATE OF MATRIX TELECOM,  
INC. AND TO TRANSFER CUSTOMERS AND CANCELLATION OF  
CERTIFICATE OF TNCI OPERATING COMPANY, LLC; CASE NOS.  
MAT-T-07-01 AND TOC-T-13-01.**

On March 24, 2016, Matrix Telecom, Inc. ("Matrix") and TNCI Operating Company, LLC ("TNCI OpCo") (collectively "Companies") filed an Application seeking Commission approval for the: (1) conversion of Matrix Telecom, Inc. to Matrix Telecom, LLC; (2) transfer of customers from TNCI OpCo to Matrix; and (3) cancellation of Certificate of Public Convenience and Necessity of TNCI Operating Company, LLC concurrently with the approval of this request. Application at 1.

### THE APPLICATION

Matrix and TNCI OpCo are both wholly owned subsidiaries of TNCI Impact LLC. Matrix is a Texas corporation with its principal office located in Irving, Texas, and TNCI OpCo is a Delaware Limited Liability Company with its principal office located in Santa Barbara, California. The Companies request Commission approval of the following items.

1. The Conversion of Matrix Telecom, Inc. On December 28, 2015, Matrix Telecom, Inc. converted from Matrix Telecom, Inc. to Matrix Telecom, LLC. The Idaho Secretary of State approved the Certificate of Registration reflecting the name change on February 22, 2016. *See* Exhibit A. The Company requests that the Commission amend and reissue its Certificate No. 468 under the name of Matrix Telecom, LLC. Application at 2.

2. The Transaction. TCNI OpCo's customers will be transferred to Matrix pending Commission approval. Matrix will revise its tariffs to incorporate the applicable transferred services upon completion of the transfer. TCNI OpCo will cease to operate in Idaho after that point. *Id.* at 2. Customers received notification of the proposed transfer and advised the customers there will be no changes to rates, terms or conditions of service and of the option to select a different service provider with no penalty. *Id.*

3. Cancellation of Certificate. The Companies requests the cancelation of TCNI OpCo's Certificate No. 515 concurrently with the approval of the transfer of customers. *Id.* Staff received confirmation that the Price List would be revised upon Commission approval.

The proposed customer transfer is an internal corporate reorganization to reduce costs and provide enhanced operational and economic efficiencies for Matrix. The transition to Matrix will be transparent and TCNI OpCo's customers will not incur any charges with the change in service providers. *Id.* at 3.

#### STAFF RECOMMENDATION

Staff has reviewed the Application along with the supporting documentation and recommends Commission approval of the Application to: (1) amend the name on Certificate No. 468; (2) transfer customers from TCNI OpCo to Matrix; and (3) cancel Certificate No. 515.

#### COMMISSION DECISION

Does the Commission wish to approve this Application?

  
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Grace Seaman

Udmemos/cert 468 name change & withdraw 515 dec memo